

Influence of a company member on the management of a limited company

Summary

The thesis focuses on the issue of a limited company member's legal position, particularly the matter of his influence on management of a limited company. The particular member's rights relating to the management of a limited company are discussed in the thesis.

Chapter One and Two provide general information on essential terms according to the subject such as different categories of companies focusing on the limited company and differences between limited and personal company and the legal position of limited company member in relation to his share.

The essence of the thesis is represented by the Chapter Three dealing with particular member's rights exercising in General Meeting and in relation to the other company bodies, especially the authorized representative. The description of such a specific rights is based on disputing questions, confrontation of different opinions and the case law.

Chapter Four deals with the specific problems arising out of the situation the limited company is a company with a sole member who acts within the scope of General Meeting.

Chapter Five provides general overview of corporate groups with focus on the relations between controlling and controlled company and definition of controlling company. Furthermore the chapter includes agreed activities as a way of increasing an influence on controlling company.

Chapter Six looks in detail on specific type of corporate group, the holding, actual and contractual. As for the actual holding, the possible ways of influencing the controlled company are specified herein with reference to the limits to such an influence and minority rights. Contractual holding based on the contract to control the company is

described according to the differences from actual holding putting emphasis on granting directions to representative body of controlled company. The chapter shortly mentions another holding contract, contract on transferring profit.

Chapter Seven is dedicated to the expected changes the new regulation incorporated in the Corporation Act is about to bring. The draft of the Act is currently discussed in legislative process.